



NO. 9-011A033

Date JAN 11 1979

Fee \$/D: 00

ICC Washington, D. C.

January 8, 1979

AMERICAN RAIL BOX CAR COMPANY
300 South Wacker Drive
Chicago, Illinois 60606
(312) 786-1200

Mr. Robert L. Oswald
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

RECORDATION NO. 9219A Filed 1425

JAN 11 1979 - 11 30 AM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Oswald:

Will you please record as provided in the Interstate Commerce Act, 49U.S.C. § 11303, the Manufacturing Agreement Supplement No. 1, dated as of January 8, 1979, between ACF INDUSTRIES, INCORPORATED and AMERICAN RAIL BOX CAR COMPANY. Five (5) counterpart originals of the Manufacturing Agreement Supplement No. 1 are enclosed with this letter of transmittal together with a check in the amount of \$10.

The information required for such recordation by order of the Interstate Commerce Commission is as follows:

1116.4(b) - The names and addresses of the parties to the transaction:

Manufacturer: ACF Industries, Incorporated
750 Third Avenue
New York, New York 10017

Company: American Rail Box Car Company
300 South Wacker Drive
Chicago, Illinois 60606

1116.4(c) - General description of the equipment

Type	AAR Mechanical Designation	Units	Marked*	Numbered
50'6", 70-ton capacity general service boxcar	XM	326	RBOX	32250-325

*All units will have marked on each side thereof the following legend:

"OWNERSHIP SUBJECT TO A SECURITY AGREEMENT FILED WITH
THE INTERSTATE COMMERCE COMMISSION"

Mr. Robert L. Oswald
January 8, 1979
Page Two

- 1116.4(e) - A prior recordation relating to this Manufacturing Agreement, Supplement No. 1, was made on January 30, 1978, at 9:40 a.m., recordation number 9219.
- 1116.4(f) - Four counterpart originals of the Manufacturing Agreement being recorded should be returned to the undersigned at the above address.

Sincerely,



T. D. Marion
Assistant Treasurer

TDM:ph

Enclosures

RECORDATION NO. 9219-14 Filed 1425

JAN 11 1979 - 11 22 AM

MANUFACTURING AGREEMENT SUPPLEMENT NO. 1
DATED AS OF January 8, 1979, between ACF INDUSTRIES,
INCORPORATED (hereinafter called the Manufacturer) and AMERICAN
RAIL BOX CAR COMPANY (hereinafter called the Company).

INTERSTATE COMMERCE COMMISSION

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of January 15, 1978, which was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on January 30, 1978, at 9:40 a.m., recordation number 9219, which provides for the execution and delivery from time to time of supplements thereto each substantially in the form hereof for the purpose of subjecting to said Manufacturing Agreement additional units of new, standard gauge railroad equipment.

The units of railroad equipment described in Item 1 of Annex A hereto are hereby subjected to said Manufacturing Agreement. The information set forth in Annex A hereto in respect of such units of railroad equipment, and set forth in Items 2, 3 and 4 of said Annex a, is hereby incorporated into Annex A to the Manufacturing Agreement as though originally set forth therein; provided, however, that such information shall apply and refer only to the units of railroad equipment described in Annex A hereto.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the day, month and year first above written.

ACF INDUSTRIES, INCORPORATED

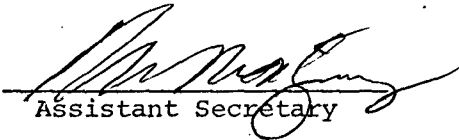
By 

~~Vice President~~

TREASURER

(CORPORATE SEAL)

ATTEST:


Assistant Secretary

AMERICAN RAIL BOX CAR COMPANY

By 

Treasurer

(CORPORATE SEAL)

ATTEST:


Assistant Secretary

STATE OF NEW YORK)
) SS:
 COUNTY OF NEW YORK)

On this 10th day of January 1979, before me personally appeared **W. C. ANDERSON**, to me personally known, who being by me duly sworn, says that he is ~~Vice President~~ **TREASURER** of ACF INDUSTRIES, INCORPORATED, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



(NOTARIAL SEAL)

My Commission expires:

Edwin F. Meyer
 Notary Public

EDWIN F. MEYER
 NOTARY PUBLIC, State of New York
 No. 30-7917803
 Qualified in Nassau County
 Certificate filed in New York County
 Commission Expires March 30, 1980

STATE OF ILLINOIS)
) SS:
 COUNTY OF COOK)

On this 9th day of January, 1979, before me personally appeared R. E. Zimmerman, to me personally known, who being by me duly sworn, says that he is the Treasurer of AMERICAN RAIL BOX CAR COMPANY; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Margaret R. Golz
 Notary Public

(NOTARIAL SEAL)

My Commission expires:

My Commission Expires July 7, 1982

ANNEX A

ACF INDUSTRIES, INCORPORATED
(Manufacturer)

AMERICAN RAIL BOX CAR COMPANY
(Company)

ITEM 1:

<u>Type</u>	<u>Quantity</u>	Company Car Numbers (Incl.)	Unit Base Price	Total Base Price	Month of Delivery	Specification (Contract Number)
50'6", 70-ton Capacity, general service boxcar	326	32250 - 32575	\$32,328.60	\$10,539,123.60	Jan-Feb., '79	B-2078-A #68-43-060774

ITEM 2: July 8, 1979

ITEM 3: July 8, 1979

Item 4: 750 Third Avenue, New York, New York 10017